
HOW TO APPLY FOR THE PUBLIC OFFER SHARES AND RESERVED SHARES

I. HOW TO APPLY FOR PUBLIC OFFER SHARES

WHICH APPLICATION FORM TO USE

Use a **WHITE** application form if you want the Public Offer Shares to be issued in your own name.

Use a **YELLOW** application form if you want the Public Offer Shares to be issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to your investor participant stock account or the stock account of your designated CCASS participant.

Use a **PINK** application form if you are an eligible full time employee of the Company or any of its subsidiaries and warrants your application to be given preferential consideration. Up to 1,184,000 of Offer Shares initially available under the Public Offer (representing approximately 1.0% of the Share Offer and 10.0% of the Public Offer respectively) are available for eligible full time employees of the Group on this basis.

Note: The Public Offer Shares are not available to the Directors or chief executive of the Company or existing beneficial owners of Shares, or associates of any of them.

WHERE TO COLLECT THE APPLICATION FORMS

You can collect a **WHITE** application form and a prospectus from:

Any participant of
The Stock Exchange of Hong Kong Limited

or

Kingsway SW Securities Limited
5th Floor, Hutchison House
10 Harcourt Road, Central
Hong Kong

or

JS Cresvale Securities International Limited
701-704A, 7th Floor
Asia Pacific Finance Tower
Citibank Plaza
3 Garden Road, Central
Hong Kong

or

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Core Pacific-Yamaichi Securities (H.K.) Limited

36th Floor, Cosco Tower, Grand Millennium Plaza
183 Queen's Road Central
Hong Kong

or

Crosby Limited

2701-3 Citibank Tower
3 Garden Road, Central
Hong Kong

or

CSC Securities (HK) Limited

28th Floor, Cosco Tower, Grand Millennium Plaza
183 Queen's Road Central
Hong Kong

or

FB Gemini Securities Limited

2116 Hutchison House
10 Harcourt Road, Central
Hong Kong

or

First Shanghai Securities Limited

19th Floor, Wing On House
71 Des Voeux Road Central
Hong Kong

or

Guotai Junan Securities (Hong Kong) Limited

27th Floor, Low Block, Grand Millennium Plaza
181 Queen's Road Central
Hong Kong

or

KCG Securities Asia Limited

Room 1914-1917 Hutchison House
10 Harcourt Road, Central
Hong Kong

or

HOW TO APPLY FOR THE PUBLIC OFFER SHARES AND RESERVED SHARES

SBI E2-Capital Securities Limited

43rd Floor, Jardine House
1 Connaught Place, Central
Hong Kong

or

Tanrich Securities Company Limited

16th Floor, Central Plaza
18 Harbour Road, Wanchai
Hong Kong

or

Tung Tai Securities Co. Ltd.

506 Two Exchange Square
8 Connaught Place, Central
Hong Kong

or any of the following branches of Bank of China (Hong Kong) Limited:

Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road, Central
	Central District (Wing On House) Branch	71 Des Voeux Road Central, Hong Kong
	Wan Chai Branch	395 Hennessy Road, Wan Chai
	North Point Branch	G/F., Roca Centre, 464 King's Road, North Point
Kowloon	Tsim Sha Tsui (Houston Centre) Branch	G/F., Houston Centre, 63 Mody Road, Tsim Sha Tsui
	Mong Kok (President Commercial Centre) Branch	608 Nathan Road, Mong Kok
	Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwun Tong
	Kowloon Plaza Branch	Unit 1, Kowloon Plaza, 485 Castle Peak Road, Kowloon
New Territories	Castle Peak Road (Tsuen Wan) Branch	167 Castle Peak Road, Tsuen Wan
	Lucky Plaza Branch	G/F., Lucky Plaza, Wang Pok Street, Shatin

You can also collect a **YELLOW** application form and a prospectus from:

1. the Depository Counter of HKSCC at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong;

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2. the Customer Service Centre of HKSCC at Upper Ground Floor, V-Heun Building, 128-140 Queen's Road Central, Hong Kong; or
3. your stockbroker who may have forms available.

You can collect a **PINK** application form from the Company's Secretary, Ms. Olivia Chan, at:

Rm 2805, 28/F,
Admiralty Centre,
Tower 1,
18 Harcourt Road,
Hong Kong

FULL TIME EMPLOYEES – TIME FOR APPLYING FOR THE PUBLIC OFFER SHARES

Completed **PINK** application forms, with payment attached, must be returned to the Company Secretary of the Company at Rm 2805, 28/F, Admiralty Centre, Tower 1, 18 Harcourt Road, Hong Kong **by 4:00 p.m. on Thursday, 19 June 2003.**

MEMBERS OF THE PUBLIC – TIME FOR APPLYING FOR THE PUBLIC OFFER SHARES

Completed **WHITE** or **YELLOW** application forms, with payment attached, must be lodged by 12:00 noon on Friday, 20 June 2003, or if the application lists are not open on that day, then by 12:00 noon on the next Business Day when the application lists are open.

Your completed application form, with payment attached, should be deposited in the special collection boxes provided at any of the branches of Bank of China (Hong Kong) Limited listed in the paragraph "Where to collect the application forms" under this section at the following times:

Tuesday, 17 June 2003	–	9:00 a.m. to 4:00 p.m.
Wednesday, 18 June 2003	–	9:00 a.m. to 4:00 p.m.
Thursday, 19 June 2003	–	9:00 a.m. to 4:00 p.m.
Friday, 20 June 2003	–	9:00 a.m. to 12:00 noon

The application lists will be open from 11:45 a.m. to 12:00 noon on Friday, 20 June 2003.

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EFFECT OF BAD WEATHER ON THE OPENING OF THE APPLICATION LISTS

The application lists will not be open if there is:

- a tropical cyclone warning signal number 8 or above; or
- a “black” rainstorm warning signal

being in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Friday, 20 June 2003. Instead they will be open between 11:45 a.m. and 12:00 noon on the next Business Day which does not have either of those warning signals being in force at any time between 9:00 a.m. and 12:00 noon.

HOW TO COMPLETE THE APPLICATION FORMS

There are detailed instructions on each application form. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected.

If your application is made through a duly authorised attorney, Kingsway SW Securities (for itself and on behalf of the Company and the Public Offer Underwriters), in consultation with the Company or its agent may accept the application at their discretion, and subject to any conditions they think fit, including evidence of the authority of your attorney.

HOW MANY APPLICATIONS YOU MAY MAKE

There are only three situations where you may make more than one application for the Public Offer Shares:

1. If you are a **nominee**, you may lodge more than one application in your own name on behalf of different beneficial owners. In the box on the application form marked “For nominees” you must include:
 - an account number; or
 - some other identification codefor **each** beneficial owner. If you do not include this information, the application will be treated as being for your benefit.
2. If you are a full time employee of the Company or any of its subsidiaries and apply on a **PINK** application form, you may also apply on a **WHITE** or **YELLOW** application form.

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3. If you are a Qualifying Shareholder applying for Reserved Shares under the Preferential Offer on a **BLUE** application form, as beneficial owner, you may also apply for Public Offer Shares on a **WHITE** or **YELLOW** application form. However, in respect of any application for Public Offer Shares, you will not enjoy the preferential treatment accorded to you under the Preferential Offer as described in the section headed “Structure of the Shares Offer – Preference to Shareholders of OGHL” of this prospectus.

Otherwise, multiple applications are not allowed.

All of your applications will be rejected as multiple applications if you, or you and your joint applicants together:

- make more than one application (whether individually or jointly) on a **WHITE** or **YELLOW** application form; or
- make more than one application on a **PINK** application form; or
- apply (whether individually or jointly with other) on one **WHITE** or **YELLOW** application form for more than 100.0% of the Public Offer Shares being initially available for public subscription; or
- have been allocated the Placing Shares under the Placing (other than Reserved Shares); or
- make one application whether individually or jointly with others on one **WHITE** or **YELLOW** application form, AND, make application for the Placing Shares (other than Reserved Shares); and
- apply on one **PINK** application form for more than the total number of Shares being offered to eligible full time employees of the Group on a preferential basis.

All of your applications will also be rejected as multiple applications if more than one application is made for **your own benefit**, unless you are a full-time employee of the Company and its subsidiaries who has applied on a **PINK** application form or you are a Qualifying Shareholder who has applied for Reserved Shares on a **BLUE** application form (see items 2 and 3 under the paragraph headed “How many applications may you make” above). If an application is made by an unlisted company and

- the only business of that company is dealing in securities; and
- you exercise statutory control over that company

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then that application will be treated as being for your benefit.

Unlisted company means a company with no equity securities listed on the Stock Exchange.

Statutory control means you:

- *control the composition of the board of directors of that company; or*
- *control more than half of the voting power of that company; or*
- *hold more than half of the issued share capital of that company (not taking into account any part which carries no right to participate beyond a specified amount in a distribution of either profits or capital).*

CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOCATED PUBLIC OFFER SHARES

Full details of the circumstances in which you will not be allocated Public Offer Shares are set out in the notes attached to the application forms, and you should read them carefully. You should note in particular the following two situations in which Public Offer Shares will not be allocated to you:

– **Revocation of your application:**

By completing an application form, you agree that you cannot revoke your application before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is a Saturday, Sunday, or public holiday in Hong Kong) unless a person responsible for this prospectus under section 40 of the Companies Ordinance (as applied by section 342E of the Companies Ordinance) gives a public notice under that section which excludes or limits the responsibility of that person for this prospectus.

This agreement will take effect as a collateral contract with the Company and will become binding when you lodge an application form. This collateral contract will be in consideration of the Company agreeing that it will not offer any Public Offer Shares to any person on or before Monday, 30 June 2003, except by means of one of the procedures referred to in this prospectus.

If your application has been accepted, it cannot be revoked.

HOW TO APPLY FOR THE PUBLIC OFFER SHARES AND RESERVED SHARES

– **If the allocation of the Public Offer Shares is void:**

Allotment to you of the Public Offer Shares will be void if the Listing Committee does not grant permission to list the Shares either:

- within three weeks from the closing of the application lists; or
- within a longer period of up to six weeks if the Listing Committee notifies the Company of that longer period within three weeks of the closing of the application lists.

– **If you make applications under the Public Offer as well as the Placing (other than applications for the Reserved Shares):**

By filling in the **WHITE**, **YELLOW** or **PINK** application form, you agree not to apply for Shares under the Placing (other than applications for Reserved Shares under the Preferential Offer if you are a Qualifying Shareholder). The Directors and the Underwriters will take reasonable steps to identify and reject applications under the Public Offer from investors who have received Shares in the Placing and to identify and reject indications of interest in the Placing from investors who have received Shares in the Public Offer.

– **Incorrect payment:**

You will not receive any allotment of Public Offer Shares if your payment is not made correctly.

COLLECTION/POSTING OF SHARE CERTIFICATES/REFUND CHEQUES AND DEPOSIT OF SHARE CERTIFICATES INTO CCASS

WHITE application forms:

If you have applied for 1,000,000 Public Offer Shares or above and have indicated on your application form that you will collect your share certificate(s) and, if any, refund cheque, you may collect them in person from:

Tengis Limited
G/F, BEA Harbour View Centre
56 Gloucester Road, Wanchai, Hong Kong

between 9:00 a.m. and 1:00 p.m. on the date notified by the Company in the newspaper as the date of despatch of share certificates and refund cheques. The date of despatch is expected to be on Thursday, 26 June 2003.

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You must show identification to collect your share certificate(s) and, if any, refund cheque.

If you do not collect your share certificate(s) and, if any, refund cheque, they will be sent to the address on your application form shortly after the date of dispatch, by ordinary post and at your own risk.

If you have not indicated on your application form that you will collect your share certificate(s) and, if any, refund cheque, then your share certificate(s) and, if any, refund cheque will be sent to the address on your application form on the date of despatch, by ordinary post and at your own risk.

YELLOW application forms:

Your share certificate(s) will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to your investor participant stock account or the stock account of your designated CCASS participant as instructed by you at the close of business on Thursday, 26 June 2003, or under contingent situation, on any other date as shall be determined by HKSCC or HKSCC Nominees Limited.

If you are applying through a designated CCASS participant (other than a CCASS investor participant):

- for Public Offer Shares credited to the stock account of your designated CCASS participant (other than a CCASS investor participant), you can check the number of Public Offer Shares allotted to you with that CCASS participant.

If you are applying as a CCASS investor participant:

- the Company will publish the results of CCASS investor participants' applications together with the results of the Public Offer in the newspapers on Thursday, 26 June 2003. You should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Thursday, 26 June 2003 or such other date as shall be determined by HKSCC or HKSCC Nominees Limited. On Friday, 27 June 2003 (the next day following the credit of the Public Offer Shares to your stock account) you can check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC will also mail to you an activity statement showing the number of Public Offer Shares credited to your stock account.

HOW TO APPLY FOR THE PUBLIC OFFER SHARES AND RESERVED SHARES

If you have applied for 1,000,000 Public Offer Shares or more and indicated on your application form that you will collect your refund cheque in person, please follow the instructions set out under the sub-paragraph headed “**WHITE** application forms” above for the collection of the refund cheque(s).

If you have not indicated on your application form that you will collect your refund cheque (if any), then your refund cheque will be sent to the address on your application form on the date of despatch, by ordinary post and at your own risk.

PINK APPLICATION FORM

The share certificate(s) and/or refund cheque (if any) will be sent to the address on your application form shortly after the date of despatch, which is expected to be on Thursday, 26 June 2003, by ordinary post and at your own risk.

The Company will not issue any temporary documents of title. No receipt will be given for application money received.

II. HOW TO APPLY FOR THE RESERVED SHARES

WHICH APPLICATION FORM TO USE

Qualifying Shareholders may only make an application for the Reserved Shares under the Preferential Offer using a **BLUE** application form.

A **BLUE** application form will be despatched to you by the Company. Using the **BLUE** application form, you may apply for a number of Reserved Shares less than or equal to the number specified on your individual **BLUE** application form on an assured basis. You may also apply for a number of Reserved Shares in excess of your Assured Entitlement specified on your individual **BLUE** application form.

DESPATCH OF BLUE APPLICATION FORMS

A **BLUE** application form is being despatched to you by the Company if you are a Qualifying Shareholder with an Assured Entitlement.

HOW TO COMPLETE THE BLUE APPLICATION FORMS

There are detailed instructions on each application form. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected.

HOW TO APPLY FOR THE PUBLIC OFFER SHARES AND RESERVED SHARES

All Qualifying Shareholders who would like to apply for the Reserved Shares must complete the **BLUE** application form. In the **BLUE** application form, the Qualifying Shareholders will be required to, inter alia, fill in the total number of the Reserved Shares that they are making on application.

If your application is made through a duly authorised attorney, the Company and Kingsway SW Securities (on behalf of the Placing Underwriters) as its agent may accept it at their discretion and subject to any conditions they think fit, including evidence of the authority of your attorney.

In order for the **BLUE** application form to be valid, the Qualifying Shareholders should complete the **BLUE** application form and then deposit the completed **BLUE** application form, with one cheque or one banker's cashier order as payment attached, in the special collection boxes provided at Tengis Limited at G/F BEA Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong before the latest time for lodgment of the **BLUE** application form as specified in the sub-section "Time for Applying for the Reserved Shares".

If the application is accepted, the Reserved Shares will be issued and allotted in the name of the Qualifying Shareholder.

HOW MANY APPLICATIONS YOU MAY MAKE

Please refer to the sub-section "How Many Applications You May Make" of Part I "How to Apply for Public Offer Shares" for the situations where you may make more than one application for the Offer Shares.

TIME FOR APPLYING FOR THE RESERVED SHARES

Completed **BLUE** application forms, with payment attached, must be lodged by 12:00 noon on Friday, 20 June 2003, or, if the application lists are not open on that day, by the time and date stated in the sub-paragraph headed "Effect of Bad Weather on the Opening of Application Lists" below.

Your completed application form, with one cheque or one banker's cashier order attached, should be deposited in the special collection boxes Tengis Limited at G/F BEA Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong in this section, at the following times:

Tuesday, 17 June 2003	– 9:00a.m. to 4:00 p.m.
Wednesday, 18 June 2003	– 9:00a.m. to 4:00 p.m.
Thursday, 19 June 2003	– 9:00a.m. to 4:00 p.m.
Friday, 20 June 2003	– 9:00a.m. to 12:00 noon

The application lists will be open from 11:45 a.m. to 12:00 noon on Friday, 20 June 2003.

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EFFECT OF BAD WEATHER ON THE OPENING OF THE APPLICATION LISTS

The application lists will not be open if there is:

- a tropical cyclone warning signal number 8 or above; or
- a “black ”rainstorm warning signal

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Friday, 20 June 2003. Instead, the application lists will be open between 11:45 a.m. and 12:00 noon on the next business day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon.

*For the purposes of this section, **business day** means a day that is not a Saturday, Sunday or public holiday in Hong Kong.*

CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOTTED THE RESERVED SHARES

Details of the circumstances which you will not be allotted the Reserved Shares are set out in the notes contained in the application forms, and you should read them carefully. You should note in particular the following situations in which the Reserved Shares will not be allotted to you:

– **Revocation of your application:**

By completing an application form, you agree that you cannot revoke your application before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is a Saturday, Sunday, or public holiday in Hong Kong) unless a person responsible for this prospectus under section 40 of the Companies Ordinance (as applied by section 342E of the Companies Ordinance) gives a public notice under that section which excludes or limits the responsibility of that person for this prospectus.

This agreement will take effect as a collateral contract with the Company and will become binding when you lodge an application form. This collateral contract will be in consideration of the Company agreeing that it will not offer any Public Offer Shares to any person on or before Monday, 30 June 2003, except by means of one of the procedures referred to in this prospectus.

If your application has been accepted, it cannot be revoked.

HOW TO APPLY FOR THE PUBLIC OFFER SHARES AND RESERVED SHARES

– **If the allocation of the Reserved Shares is void:**

Allotment to you of the Reserved Shares will be void if the Listing Committee does not grant permission to list the Shares either:

- within three weeks from the closing of the application lists; or
- within a longer period of up to six weeks if the Listing Committee notifies the Company of that longer period within three weeks of the closing of the application lists.

– **Incorrect payment:**

You will not receive any allotment of Reserved Shares if your payment is not made correctly.

REFUND OF YOUR MONEY

If you do not receive any Reserved Shares for any of the above reasons, the Company will refund your application monies (including the related brokerage, the Stock Exchange trading fee and the SFC transaction levy attributable thereto). No interest will be paid thereon. If your application is accepted only in part, the Company will refund the appropriate portion of your application monies (including the related brokerage, the Stock Exchange trading fee and the SFC transaction levy attributable thereto) without interest.

PUBLICATION OF RESULTS

The Company expects to announce the level of indication of interest in the Placing, basis of allotment and results of applications of the Public Offer and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Public Offer on Thursday, 26 June 2003 in the The Standard (in English), Hong Kong Economic Times (in Chinese) and Wen Wei Po (in Chinese).

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IF YOUR APPLICATION FOR THE RESERVED SHARES IS SUCCESSFUL (IN WHOLE OR IN PART)

If you have applied for 1,000,000 Reserved Shares or above and have indicated on your application form that you will collect your share certificates and refund cheques (if any) in person, you may collect them in person from:

Tengis Limited
G/F, BEA Harbour View Centre
56 Gloucester Road, Wanchai, Hong Kong

between 9:00 a.m. and 1:00 p.m. on or on other date notified by the Company in the newspapers as the date of despatch of share certificates and refund cheques. The date of despatch is expected to be on Thursday, 26 June 2003.

Applicants being individuals who have applied for 1,000,000 Reserved Shares or above and have opted for personal collection must not authorise any other person to make their collection on their behalf. Applicants must show their identification documents (which must be acceptable to Tengis Limited) to collect share certificates and/or refund cheques. Applicants being corporations who have opted for personal collection must attend by their authorised representatives bearing letters of authorisation from their corporations stamped with the corporations' chops. Their authorised representatives must produce at the time of collection evidence of identity acceptable to Tengis Limited.

If you do not collect your share certificates and/or refund cheque (if any), they will be sent to the address on your application form in the afternoon on the date of despatch, by ordinary post and at your own risk.

If you have applied for 1,000,000 Reserved Shares or above and have not indicated on your application form that you will collect your share certificates and refund cheque (if any) in person, or if you have applied for less than 1,000,000 Reserved Shares, then your share certificates and refund cheque (if any) will be sent to the address on your application form on the date of despatch, by ordinary post and at your own risk.

HOW TO APPLY FOR THE PUBLIC OFFER SHARES AND RESERVED SHARES

III. GENERAL

HOW MUCH TO PAY FOR THE OFFER SHARES

The price of the Offer Share is HK\$0.88 each. You must also pay a brokerage of 1%, a Stock Exchange trading fee of 0.005% and a SFC transaction levy of 0.007%. This means that for every 4,000 Offer Shares you have to pay HK\$3,555.62. The application forms have tables showing the exact amount payable for multiples of Offer Shares.

You must pay the Offer Price, brokerage, the SFC transaction levy and the Stock Exchange trading fee in full when you apply for the Offer Shares. Your payment must be made by cheque or banker's cashier order and must comply with the terms of the application forms. Your cheque or banker's cashier order will not be presented for payment before 12:00 noon on Friday, 20 June 2003.

If your application is successful, brokerage is paid to participants of the Stock Exchange, and the transaction levy is paid to the SFC and the trading fee is paid to the Stock Exchange.

COMMENCEMENT OF DEALINGS IN THE SHARES

Dealings in the Shares on the Stock Exchange are expected to commence on Monday, 30 June 2003.

Shares will be traded in board lots of 4,000 Shares each. The stock code for the Shares is 2882.

SHARES WILL BE ELIGIBLE FOR ADMISSION INTO CCASS

If the Stock Exchange grants the listing of and permission to deal in the Shares and the Company complies with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or any other date HKSCC chooses. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day.

All activities under CCASS are subject to the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time.

All necessary arrangements have been made for the Shares to be admitted into CCASS.

In respect of the dealings in the Shares which may be settled through CCASS, investors should seek advice of their stockbrokers or other professional advisers for details of those settlement arrangements and how such arrangements will affect their rights and interests.